



February 2, 2010

Honorable Martin Glenn
United States Bankruptcy Judge, In Chambers
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004-1408

Robert M. Hirsh

Attorney
212.457.5430 DIRECT
212.484.3990 FAX
hirsh.robert@arentfox.com

Re: *In re BH S&B Holdings LLC, et al.*,
Debtors Chapter 11 Case No. 08-14604 (MG) (Jointly Administered)

Official Committee of Unsecured Creditors, on behalf of Debtors v. Scott Hoffman,
Adv. Proc. No. 09-01351 (MG) ("Hoffman Adversary Proceeding")

Official Committee of Unsecured Creditors, on behalf of Debtors v. Harold Kahn,
Adv. Proc. No. 09-01289 (MG) ("Kahn Adversary Proceeding")

Official Committee of Unsecured Creditors, on behalf of Debtors v. 45220 Inc.,
Adv. Proc. No. 09-01352 (MG) ("45220 Adversary Proceeding")

Dear Judge Glenn:

We represent the Official Committee of Unsecured Creditors (the "Committee") in the above-referenced adversary proceedings and write Your Honor regarding a number of administrative issues and to request Your Honor to "So Order" the four enclosed proposed stipulations and orders relating to the conduct of discovery in the Kahn Adversary Proceeding and 45220 Adversary Proceeding.

First, I am pleased to report that we have agreed to a settlement of the Hoffman Adversary Proceeding in principal. We are in the process of memorializing the settlement and anticipate filing a proposed settlement stipulation and order shortly.

Second, we recently determined that there is extensive electronically stored information ("ESI") that may be relevant to both the Kahn Adversary Proceeding and 45220 Adversary Proceeding. As of the date of this letter, all parties have conducted agreed-upon ESI searches and are prepared to produce documents pursuant to the two enclosed proposed Joint Stipulations and Orders Regarding Electronic Discovery ("ESI Protocol Orders"), which, in addition to defining a joint protocol regarding the search and production of ESI, include an important claw back agreement to protect against any inadvertent production of privileged materials.

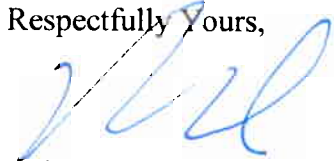
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Third, despite diligent efforts to schedule depositions, the depositions of Harold Kahn (who lives out of state) and 45220's principal (a well-known celebrity who has been filming a motion picture abroad) have not yet concluded. We have scheduled Mr. Kahn's deposition to continue on February 18 and 45220's principal to begin on February 8.

Based on the parties' resolution of the foregoing electronic discovery and scheduling issues, we anticipate being able to conclude fact discovery for both cases on or before April 30, 2010.

Accordingly, I respectfully ask Your Honor to "So Order" the enclosed proposed ESI Protocol Orders and Amended Case Management Orders, which reflect the parties' agreed-upon dates and procedure regarding the conduct of discovery and contemplated motion practice in the Kahn Adversary Proceeding and 45220 Adversary Proceeding.

Respectfully Yours,



Robert M. Hirsh

cc: James A. Sarna, Esq.
Jennifer L. Saffer, Esq.